MARVEL COMICS

SPIDER-MAN

JAN '97 17

UNTOLD TALES of SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

ONLY 99¢

IN THE SIGHTS OF HAWKEYE THE MARKSMAN!

OLIVIER/ROBINS

Bitten by a radioactive spider, high school student **Peter Parker** gained the spider's powers, and soon became the costumed crimefighter the entire world would one day come to know as **Spider-Man!** In the early days of his career, when his amazing powers were still new to him, the teenaged Spider-Man struggled to learn about himself and his abilities, while trying to lead a **normal life!** It would **not** be easy...

STAN LEE PRESENTS... UNTOLD TALES OF SPIDER-MAN!

EARLY EVENING, IN MID-MANHANTTAN -- AFTER A PLEASANT, IF CHILLY, DINNER...

I DON'T *WANT* TO BE MAD AT YOU, PETER --

-- BUT WHEN I SEE THAT BLONDE *LIZ ALLAN* KISSING YOU, OR STRAIGHTENING YOUR TIE LIKE SHE *OWNS* YOU...

AW, *C'MON*, BETTY --

-- IT'S NOT LIKE I KISSED HER! *SHE* KISSED *ME* -- I CAN'T HELP IT IF SHE'S GOT SOME WEIRD *CRUSH* ON ME!

=HMPH= I BET YOU JUST *HATE* IT, TOO!

HEY, GOOD *HARRUMPH* THERE, BETTY! I BET IF YOU PRACTICED, YOU COULD DO IT JUST LIKE *JONAH!*

C'MON -- DO *ANOTHER!*

Oh, PETER -- YOU'RE *INCORRIGIBLE!*

O-KAY! I KNEW SHE COULDN'T STAY MAD *FOREVER* -- NOT OVER SOMETHING THAT WASN'T MY *FAULT*. NOW MAYBE WE CAN STOP SOMEPLACE FOR COF --

-- Huh?

THAT *FIGURE* -- SWINGING ACROSS THE ROOFTOPS! BETTY HASN'T SPOTTED IT, BUT --

LOOK, BETTY, I JUST *SAW* SOME-THING --

-- MAYBE I CAN GET SOME *NEWS PHOTOS!*

YOU GET *HOME*, OKAY? I'LL CALL YOU!

BUT, *PETER* --!

IT -- IT MIGHT BE ***DANGEROUS*** --!

AW, DON'T WORRY -- AT LEAST YOU KNOW I'M NOT OUT CHASING ***BLONDES,*** RIGHT?

PETER PARKER, THAT'S NOT ***FUNNY!***

Huh? C'MON, BETTY -- THIS IS MY ***JOB!*** I KNOW YOU DON'T LIKE ME TAKING CRIME PHOTOS, BUT IT'S WHAT I ***DO!***

WE'D NEVER HAVE ***MET*** IF I HADN'T COME TO THE BUGLE TRYING TO SELL PHOTOS TO JONAH JAMESON!

YOU -- YOU'RE NOT MAD AT ME ***AGAIN,*** ARE YOU?

I'LL ***THINK*** ABOUT IT, MISTER PARKER --

"-- I'LL ***THINK*** ABOUT IT!"

I HATED TO DITCH BETTY LIKE THAT --

-- I REALLY WANT TO MAKE OUR RELATIONSHIP ***WORK,*** AND AFTER WHAT SHE'S BEEN THROUGH, I DON'T ***BLAME*** HER FOR BEING SKITTISH ABOUT DANGER!

BUT I CAN'T EXACTLY TELL HER NOT TO FRET, 'CAUSE HER BOYFRIEND'S REALLY THE AMAZING ***SPIDER-MAN*** --

-- AND HE'S ***USED*** TO GETTING BEAT UP AND SHOT AT!

BUT I CAN'T WORRY ABOUT THAT ***NOW.***

-- AND SEE IF I REALLY SAW WHO I ***THOUGHT*** I SAW.

'CAUSE IF I ***DID*** --

I'VE GOT TO SEE IF I CAN'T TRACK DOWN THAT ***FIGURE*** --

Huh?! MY ***SPIDER-SENSE!*** WARNING ME OF --

I DON'T KNOW WHY YOU'RE *FOLLOWING* ME, SPIDER-MAN! BUT THAT *BLAST ARROW* SET YOU UP PERFECTLY --

-- FOR THIS *STUNNER ARROW* TO PUT YOU DOWN FOR THE COUNT!

Oh, YEAH.

IT'S *HIM* ALL RIGHT!

THOOM

BECAUSE KURT DEMANDED IT!

SPIDEY BATTLES HAWKEYE the MARKSMAN!

WEB-SLINGS, & ARROWS, FROM:

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NAB

THWIPP

WHY AM I *FOLLOWING* YOU? BECAUSE I READ ABOUT YOU IN THE *PAPER!*

YOU ATTACKED *IRON MAN* -- INVADED STARK INDUSTRIES --

-- AND GOT AWAY CLEAN! YOU'RE *HAWKEYE* -- NEW YORK'S NEWEST *SUPER-VILLAIN* -- AND YOU'RE WANTED BY THE *COPS!*

YEAH -- FUNNY THE *CURVES* LIFE THROWS YOU, Huh?

BY THE WAY, NICE *WEB-SHOT!* BUT I KNOW A THING OR TWO ABOUT AIM *MYSELF* --

-- SEE?

HE'S *AMAZING!* THE WAY HE SHOOTS --

-- AND HE DOESN'T EVEN SEEM TO HAVE ANY ENHANCED *SPEED* OR *REFLEXES!* IT'S ALL PURE *SKILL!*

BUT -- HE SOUNDS SO CYNICAL, SO *BITTER!* ALMOST AS IF -- AS IF HE DOESN'T WANT TO BE *DOING* THIS!

SOUNDS LIKE YOU'VE GOT A *STORY* TO TELL, ARCHER!

Huh? NOT FIRING *AT* ME --?

YEAH, I GOT A STORY -- A *SOB* STORY.

WANNA *HEAR* IT, JUST FOR LAUGHS?

IF YOU WANNA *TELL* IT, FELLA.

SOME SORT OF *RETRACTABLE LINE,* ATTACHED TO THE ARROW -- ALMOST AS GOOD AS MY *WEB-LINES!*

I'LL SAY IT AGAIN -- HE'S *GOOD!*

IF YOU CAN *BELIEVE* IT, SPIDER-MAN -- I STARTED OUT WANTING TO BE A *HERO* --

-- A HERO LIKE *YOU!*

"I SAW *IRON MAN* ONE NIGHT, WHILE I WAS -- Ehh, AT MY PLACE OF *BUSINESS!*

"I SAW THE RESPECT AND ADMIRATION HE GETS --

HAWKEYE

ORLD'S GREATEST MARKSM

"-- AND I WANTED SOME OF IT!

"SO I DESIGNED MY *TRICK ARROWS*, MADE MYSELF A *COSTUME* -- AND SET OUT TO BE A *SUPER HERO!*

"MY FIRST NIGHT OUT, I SCARED OFF A *JEWEL THIEF* -- BUT POLICE MISTOOK *ME* FOR A CRIMINAL!"

DON'T *MOVE!* WE CAUGHT YOUR PARTNER, AND WE'VE GOT *YOU* DEAD TO RIGHTS!

"I RAN -- AND WAS *RESCUED* BY SOMEONE --"

I AM *NATASHA*, MY DARING ADVENTURER! I AM... THE *BLACK WIDOW!*

YOU'RE GORGEOUS, IS WHAT YOU ARE!

"-- SOMEONE WITH A MAD-ON FOR *IRON MAN!*

"ONLY IT WASN'T AS EASY AS IT *LOOKS!*

"SO FOR HER, I TANGLED WITH HIM --

AND NOW... FAREWELL, IRON MAN! NOTHING CAN SAVE YOU NOW!

WHOOM

WHAT?! MY *DEMOLITION BLAST* -- RICOCHETING --!

" -- AND NOW -- THERE'S NO *GOING BACK!*"

OHHH!

TAK
TAKA
KRAT
WUBBUB
THERE'S SOMETHING HE'S NOT TELLING ME -- I *KNOW* IT! AND FROM HIS VOICE -- IT'S SOMETHING HE CAN HARDLY *BEAR!*
EVERYBODY GETS BAD BREAKS NOW AND AGAIN, HAWKEYE -- BELIEVE ME, I *KNOW!*
BUT I ALSO KNOW THAT YOU CAN *OVERCOME* THEM -- THAT YOU CAN TURN THINGS *AROUND* AGAIN!
DON'T BE *FOOLED*, SPIDER-MAN! I MAY HAVE *DREAMED* OF BEING A HERO, BUT THAT'S ALL IT *WAS* --
-- A *DREAM!*
YIKES! THE ROOF --
WHOOM
THERE'S ONLY *ONE THING* THAT MATTERS TO ME NOW! AND I CAN'T WAVER, CAN'T FAIL --
-- NOT AGAIN!
-- HE'S BLASTED THE ROOF OUT FROM *UNDER* ME!
HE'S NOT TRYING TO *KILL* ME -- HE MUST HAVE BEEN ABLE TO SEE THAT THERE'S ANOTHER ROOF NOT FAR *BELOW* --
-- SO EVEN IF I HADN'T SNAGGED THIS *WALL*, I MIGHT GET A LITTLE BRUISED UP, BUT NOTHING MORE!
HE'S NOT WHAT HE *SEEMS*, THAT'S FOR SURE. I COULD GO AFTER HIM AGAIN -- BUT I THINK I'D RATHER LET HIM BELIEVE HE *BEAT* ME --
-- SO I CAN FIND OUT WHAT HE'S AFTER -- AND WHY!

SHORTLY...

THE WAY HE TALKS ABOUT HIMSELF, THE *RECRIMINATION* IN HIS VOICE --I CAN'T BELIEVE HE'S -- *WAIT!* HERE HE IS! AND IT LOOKS LIKE HE'S STOLEN --

-- Huh? A LOAD OF *MEDICAL SUPPLIES?*

THIS I CAN'T *RESIST.* BUT IF I JUST TRY TO *FOLLOW* HIM, HE'S TOO SHARP NOT TO SPOT ME. SO I TAG HIM WITH A HANDY-DANDY *SPIDER-TRACER* --

THAP

-- AND *PRESTO!* I CAN LET HIM GET A GOOD LONG *LEAD* --

-- AND THEN TRACK HIM *WHEREVER* HE --

Oh, NO!

OF ALL THE DUNDERHEADED MOVES! I CAN'T TRACK HIM WITH MY SPIDER-TRACER --

-- NOT WHEN THE *TRACKER-UNIT* I USE TO ZERO IN ON THE TRACER-SIGNAL IS AT *HOME!*

AND SO...

NOW TO GET BACK TO *MANHATTAN,* AND PICK UP HAWKEYE'S SIGNAL BEFORE HE GETS OUT OF RANGE *COMPLETELY!*

GEEZ, THIS IS *AWKWARD.* I'VE *REALLY* GOT TO MINIATURIZE THIS UNIT SO I CAN CARRY IT WITH ME --

-- OR RIG THE TRACERS SO I CAN FOLLOW 'EM WITH MY *SPIDER-SENSE,* OR SOMETHING!

Ah, *HERE* IT IS!

PETER? I THOUGHT I HEARD YOUR VOICE --

Oh, Eh, *HI,* AUNT MAY! I, Uh, NEED SOME SPECIAL EQUIPMENT FOR SOME *PHOTOS* I'VE GOT TO TAKE. GOTTA RUN!

YOU'RE GOING *OUT* AGAIN? BUT IT'S SO *LATE* --!

THE NEWS DOESN'T *WAIT,* AUNT MAY --

-- BUT I'LL BE BACK AS SOON AS I *CAN!* DON'T WAIT UP!

BLESS HER *HEART!* SHE WORRIES ABOUT ME SO -- BUT IF I EVER LET LET ON THAT I'M MORE THAN HER *"FRAIL"* NEPHEW PETER, THE SHOCK MIGHT *KILL* HER!

I WONDER IF *OTHER* SUPER HEROES HAVE THESE KIND OF PROBLEMS...

ACROSS THE RIVER, IN A LUXURIOUS PENTHOUSE APARTMENT...

THE MISSION AGAINST IRON MAN WAS *UNSUCCESSFUL,* COMMANDER KULOV --

-- BUT I HAVE SECURED THE SERVICES OF A BOLD AND POWERFUL *ALLY* -- AND I AM CONFIDENT THAT THINGS WILL GO MORE *SMOOTHLY* IN THE FUTURE!

YOU WILL SEE THAT THEY DO, BLACK WIDOW. YOU KNOW AS WELL AS I DO THE PENALTIES FOR FAILURE.

BUT NO OTHER BUSINESS. YOU WILL NOT STRIKE AT STARK INDUSTRIES AGAIN FOR A TIME -- IRON MAN IS CLEARLY TOO FORMIDABLE FOR YOU.

NO! I CAN OVERCAME EVEN *HIS* --

SILENCE! INSTEAD, WE HAVE A NEW TARGET FOR YOU -- NO LESS CRUCIAL, BUT EASIER, PERHAPS, TO --

NATASHA! I'M BACK, MY DARLING --

-- AND I'VE GOT THE *SUPPLIES* YOU NEED TO TREAT YOUR INJU --

-- H-Huh?/ THAT *TRANSMITTER!*

DEAL WITH YOUR COMPANION, WOMAN. WE WILL CONTACT YOU LATER.

KLIK

HAWKEYE! DO NOT *MISINTERPRET* WHAT YOU HAVE SEEN --

WHAT'S TO *MISINTERPRET,* LADY? YOU STRIKE AT *MUNITIONS PLANTS,* HIDE FROM THE *LAW,* WON'T SEE A *DOCTOR* -- WHAT AM I *SUPPOSED* TO THINK?/

I'VE BEEN BLIND -- AND MAYBE I'VE *WANTED* TO BE -- BUT I CAN'T KID MYSELF ANY LONGER. THE WOMAN I *LOVE* -- IS A *FOREIGN SPY!*

NO, HAWKEYE! WHATEVER YOU THINK -- WHATEVER YOU SUSPECT -- YOU'RE ***MISTAKEN***, I SWEAR IT!

IT IS TRUE THAT I WORK FOR ANOTHER ***COUNTRY***, YES -- BUT I SERVE ONLY THE CAUSE OF ***WORLD PEACE!***

OF ALL THE --

Shh, MY BRAVE BOWMAN!

THERE ARE MEN IN YOUR COUNTRY -- IN ***BOTH*** OF OUR COUNTRIES -- WHO WILL STOP AT ***NOTHING*** TO ACHIEVE DOMINANCE OVER INNOCENTS.

YOU ***KNOW*** IT TO BE TRUE. AND SOMEONE -- ***SOMEONE*** MUST STOP THESE MEN. MUST PRESERVE THE ***BALANCE***, SO THAT FREEDOM MAY THRIVE --

I -- I DON'T ***KNOW***, I --

LOOK INTO MY ***EYES***, HAWKEYE. CAN YOU TRULY CAST ME ***ASIDE*** -- SPURN MY ***LOVE*** FOR YOU --

-- OVER MERE ***POLITICS?***

Oh, BABY, I --

I KNEW YOU COULD ***NOT***. I KNEW YOU WOULD NOT ABANDON ME TO MY ***ENEMIES*** --

-- NOT AFTER IT WAS ***YOU*** WHO WAS RESPONSIBLE FOR MY INJURIES --!

NO -- NO, I WON'T ***LEAVE*** YOU, NATASHA!

HOOO-EEEEE!

WOTTA LOAD A' ***FERTILIZER!*** NO ***WONDER*** SHE'S GOT HIM TWISTED AROUND HER LITTLE FINGER!

OF COURSE, IF SHE ***LOOKS*** HALF AS GOOD AS THE EXOTIC, THROATY VOICE OF HERS ***SOUNDS***, I CAN HARDLY BLAME HIM FOR --

DIE, INTERLOPER!

Huh?

NICE ACCENT, THERE, BUDDY, BUT IS THAT WHAT THEY TAUGHT YOU AT BERLITZ? "DIE, INTERLOPER"?

WHAKKRANG

"I SEEM TO HAVE LOST MY PASSPORT," "WHICH WAY TO THE MEN'S ROOM" AND "DIE, INTERLOPER?" SHEESH!

SILENCE, PIG!

"SILENCE PIG?"

I CAN DO THAT --

-- BUT I THINK YOU'VE GOT AN UNNECESSARY COMMA IN THERE. YOU MIGHT WANT TO CHECK WITH YOUR ENGLISH TEACHER -- WHEN YOU WAKE UP!

KRAK

HE SPIES ON OUR MISTRESS!

RUSH HIM! HE CANNOT DEFEAT US ALL!

WELL, ACTUALLY...

... YES, I CAN!

THWIPP

I MAY NOT BE 100% SURE HOW BEST TO DEAL WITH A MIXED-UP GUY LIKE THAT HAWKEYE, BUT YOU --

GENNADY, LOOK --

-- OWFFF!

UHH!

-- YOU, I CAN HANDLE!

THE LOPSIDED BATTLE GOES ON, UNTIL...

AMERICAN! OVER HERE!

WHOA, ROCKET LAUNCHER!

LOOK, FELLA -- I DON'T KNOW HOW MUCH YOU'VE *HEARD* ABOUT ME, BUT YOU SHOULD KNOW I'M FAST ENOUGH TO *DODGE* THAT THING --

-- AND ALL YOU'LL END UP DOING --

-- IS BLOWING UP YOUR BOSS-LADY'S *FANCY APARTMENT!*

NO, AMERICAN --

-- FOR I DO NOT FIRE AT *YOU!* SEE!

OVERRULED

HEY, WAIT --

YOU *MANIAC!* THOSE *PEOPLE* --!

SUCH A *CRISIS,* YES? FAR MORE IMPORTANT THAN SUCH AS *US,* YES?

FAREWELL, AMERICAN -- AND FROM NOW ON, STAY OUT OF MATTERS THAT DO NOT *CONCERN* YOU, Eh?

Oh, I'LL BE *BACK,* PAL -- YOU CAN *COUNT* ON THAT. I'LL BE BACK --

-- AND WE'LL BE *DISCUSSING* THIS!

THWIPPPPPPPP

GOTTA REALLY POUR ON THE ***WEBBING*** -- HOLD THIS BABY IN PLACE BEFORE IT COMES DOWN AND TAKES THE WHOLE FRONT OF THE BUILDING ***WITH*** IT!

I'M LUCKY THAT IT ***HELD*** FOR A FEW SECONDS -- LONG ENOUGH FOR THE ***THEATER PATRONS*** TO GET OUT OF THE WAY, AND FOR ME TO ***GET*** HERE!

BUT IT'S SO MASSIVE, SO ***HEAVY*** -- I HOPE I'VE GOT ENOUGH WEBBING TO HOLD IT IN ***PLACE*** --

"-- UNTIL THE ***EMERGENCY VEHICLES*** CAN GET HERE!"

WEOWEOWEOWE

HE DID IT! HE SAVED US ***ALL!***

AND HOW DO WE KNOW HE DIDN'T ***CAUSE*** THIS IN THE FIRST PLACE? THE ***DAILY BUGLE*** SAYS...

Oh, ***GREAT.*** MORE RAPT APPRECIATION FROM MY ***FANS!*** STILL, THE COPS AND FIREMEN ARE HERE --

"-- SO I CAN GET BACK TO ***BUSINESS!***"

PARDONNEZ-MOI, MESDAMES ET MESSIEURS!

NOW, WHERE ***WERE*** WE BEFORE WE WERE SO RUDELY --

-- ***INTERRUPTED?***

GONE. I SHOULD HAVE ***FIGURED.***

THEY TOOK OFF WHILE I WAS DEALING WITH THE ***ROCKET BLAST*** -- AND NOW THAT THIS APARTMENT HAS BEEN DISCOVERED, THEY'LL JUST ***ABANDON*** IT.

FOREIGN AGENTS ***ONE,*** SPIDEY ***ZERO.***

MIGHT AS WELL GET SOME NEWS PIX OF THE ***DAMAGED THEATER*** --

-- AND THEN SEE IF I CAN'T PICK UP THE ***SPIDEY-TRACER*** SIGNAL AGAIN!

BUT, THE NEXT MORNING...

DAILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

SPIDER-MAN DESTROYS PARK AVENUE LANDMARK

GREAT. NOT ONLY DON'T I GET A LINE ON *HAWKEYE* -- BUT JOLLY JONAH USES MY PICTURES AS AN EXCUSE TO *SMEAR* SPIDER-MAN SOME MORE!

Ah WELL -- IT'S A *LIVING*. MAYBE *BETTY'S* FREE FOR DINNER -- THAT'LL CHEER ME UP.

BUT...

BETTY? Oh, *HI*, Mrs. GAVIN. IS BETTY --?

NO, NO *MESSAGE*. I'LL CALL AGAIN LATER.

YOU *KNOW*, PETER, IF YOU DON'T HAVE OTHER PLANS, THAT NICE MARY JANE WATSON HAS TO GO BACK TO *PHILADELPHIA* SOON --

-- BUT I KNOW SHE'D LOVE TO *MEET* YOU BEFORE SHE GOES...

Oh, Uh, *GEE*, AUNT MAY --

-- LAST TIME YOU SET ME UP WITH MARY JANE, SHE GOT A *HEADACHE* AND COULDN'T GO -- I WOULDN'T WANT TO RISK A *RELAPSE* SO SOON!

I'VE GOT *ENOUGH* TROUBLE WITH BETTY AND LIZ -- THE *LAST* THING I NEED IS A *BLIND DATE!*

BUT *SAY*, AUNT MAY -- I'VE GOT A QUESTION. SUPPOSE I KNEW A *GUY* -- SOMEONE I THOUGHT WAS PRETTY MUCH A *GOOD* GUY --

-- BUT HE'S INTO SOME *BAD* THINGS. I DON'T WANT TO MAKE MORE TROUBLE FOR HIM THAN I *HAVE* TO, BUT IF I COULD GET HIM TO STRAIGHTEN UP...

Hmm...

YOUR UNCLE *BEN* USED TO TALK BOUT THAT SORT OF THING, WITH PROBLEM CO-WORKERS AT THE *TEXTILE PLANT*.

HE ALWAYS SAID THAT YOU'VE GOT TO GIVE A FELLA *EVERY CHANCE* FOR THE GOOD IN HIM TO COME OUT -- BUT IN THE END, IT'S GOT TO BE *HIS* CHOICE.

TRUST UNCLE BEN TO HAVE THE *ANSWER*. THAT'S WHAT I'LL *DO*, THEN --

"-- I'LL GIVE HAWKEYE AS MUCH ***LEEWAY*** AS I CAN -- BUT THERE'S ONLY SO FAR I CAN ***GO***..."

-- I DRAW THE LINE AT ***TREASON.***

BUT IT IS ***NOT*** TREASON, MY BRAVE HAWKEYE -- BUT ***SALVATION*** FOR FREE PEOPLE EVERYWHERE!

IT IS ONE SMALL ***COMPONENT*** -- A CRUCIAL PIECE OF A NEW ***MISSILE-TARGETING*** SYSTEM BEING DEVELOPED BY ***WILLIAMS INNOVATIONS*** --

-- BUT THE ***COST*** OF IT IS GREAT INDEED!

FACTIONS IN YOUR GOVERNMENT PLAN TO SUPPLY THE NEW SYSTEM TO ***MERCENARIES*** --

-- TO PEOPLE WHO WILL DESTROY ***INNOCENTS*** AND ***CHILDREN*** IN THEIR MAD QUEST FOR ***POWER!***

ONLY WHEN SUCH DISCOVERIES ARE ***SHARED*** -- WHEN TRUE ***EQUALITY*** IS REACHED -- CAN THERE BE A LASTING ***PEACE***...

A MAN'S GOT TO HAVE ***LIMITS,*** NATASHA -- AND MUCH AS I LOVE YOU --

I WOULDN'T ***KNOW*** MUCH ABOUT THAT. BUT STILL, IT'S MY ***COUNTRY.*** I JUST CAN'T --

THEN THINK OF ***ME,*** MY LOVE! LOOK AT ***ME*** --

-- AND THINK WHAT WILL BE ***DONE*** TO ME IF I DO NOT SUCCEED IN MY MISSION! THEY ARE NOT ***KIND*** TO FAILURES IN MY COUNTRY...

Oh, 'TASHA -- WHEN YOU ***LOOK*** AT ME LIKE THAT, WITH THOSE ***BIG BLUE EYES*** --

-- I -- I CAN'T BRING MYSELF TO REFUSE YOU ***ANYTHING.***

TELL ME WHERE THIS WILLIAMS PLACE ***IS,*** BABE --

"...THAT COMPONENT'S AS GOOD AS *YOURS!*"

WILLIAM'S INNOVATIONS

A-*HA!* THERE IT IS, JUST LIKE SHE *SAID* IT WOULD BE --

-- AND THERE'S THE *TARGETING* UNIT! I HATE MYSELF FOR DOING THIS -- BUT I'D HATE MYSELF WORSE IF --

THWIP

DON'T HATE *YOURSELF*, HAWKEYE --

Huh? *WHO* --?

-- HATE THE PEOPLE WHO ARE *USING* YOU!

YOU SET OUT TO BE A *HERO*, HAWKEYE -- AND YOU CAN STILL *DO* IT. DON'T SWALLOW THEIR LIES -- DON'T *GIVE IN* TO WHAT THEY TELL YOU.

UNDERNEATH ALL THAT SARCASM, YOU'RE A *GOOD PERSON* -- I *KNOW* IT!

YOU DON'T KNOW ME AT *ALL*, WEBS!

MAYBE I'M JUST A LOWLIFE WITH A GOOD LINE OF *PATTER* --

TWANGGG

"-- AN' YOU *FELL* FOR IT!"

MY *EARS!* SOME SORT OF -- *HYPER-SONIC ARROW!* BUT IF I'M *FAST* ENOUGH --

EEEEEEEEEEEE

YOU MAY BELIEVE THAT'S WHAT YOU'RE TRULY LIKE, HAWKEYE --

-- BUT I DON'T BUY IT!

EEEE

Oh, *YEAH?*

WELL, MAYBE *THIS'LL* CONVINCE YOU!

HE'S ATTACKING *ALL-OUT* -- NOT GIVING ME A MOMENT TO *CATCH MY BREATH!*

WHOOM CHOOM WHKAM BRAMM WHOM

COULD IT BE -- I WAS *WRONG* ABOUT HIM?

BUT IF SO -- WHY WOULD HE BE TRYING SO HARD TO PROVE HE'S A BAD GUY *NOW*, IF HE WAS CONNING ME *BEFORE*?

IT'S ALMOST AS IF IT'S NOT *ME* HE'S TRYING TO CONVINCE, BUT --

Huh?!

WH-WHAT *IS* THIS?!

WHAT'S *GOING ON* HERE?!

WH KOOM

WHOOPH!

IT'S *WORLD WAR III*, FELLA -- AND YOU JUST WANDERED SMACK INTO THE *MIDDLE* OF IT!

IF YOU'RE NOT MORE CAREFUL, YOU COULD BE INJURED -- OR WORSE!

WHO *ARE* YOU, ANYWAY?

I'M -- I'M *SIMON WILLIAMS*! THIS IS *MY* COMPANY! I WAS WORKING LATE, AND --

Oh, LORD -- WE DON'T HAVE THE MONEY TO *REBUILD* FROM DAMAGE LIKE THIS. WE'VE BEEN FACING SO MUCH COMPETITION FROM *STARK* --

-- WE WERE COUNTING ON THE INCOME FROM THE NEW *GUIDANCE SYSTEM* JUST TO KEEP GOING!

RELAX, Mr. WILLIAMS --

WHERE --?

-- I'M CALLING A *CEASE-FIRE* --

Huh?

MY *QUIVER* -- !

THAP

-- EFFECTIVE *IMMEDIATELY!*

NOW, HAWKEYE --

-- LET'S FINISH THIS *WITHOUT* THE SPECIAL EFFECTS!

NO -- !

SHRAKK

DON'T COME ANY CLOSER, SPIDER-MAN -- I *MEAN* IT! THIS MAY BE MY LAST *BLAST ARROW* --

-- BUT BELIEVE ME, IT'LL DO THE JOB!

I *BELIEVE* YOU. AND DON'T WORRY -- I'M STAYING PUT.

BUT YOU'VE GOT TO MAKE A *CHOICE*, HAWKEYE -- AND YOU'VE GOT TO MAKE IT *NOW*.

ARE YOU GOING TO BE THE MAN -- THE *HERO* -- YOU SET OUT TO BE --

-- OR ARE YOU JUST GOING TO BE SOMEONE'S *ERRAND BOY*?

FOR A MOMENT, THE THREE STAND FROZEN, NO ONE KNOWING WHAT THE NEXT SECONDS WILL BRING.

AND THEN --

SORRY, SPIDER-MAN --

UHH!

-- BUT I CAN'T *DO* IT. I GUESS I JUST NEED SOMETHING -- OR *SOMEONE* -- TO *BELIEVE* IN --

-- OR MAYBE I JUST NEED SOMEONE WHO *BELIEVES* IN *ME*.

BUT EITHER WAY --

-- *THANKS*.

KWHOOM

THE *DOORWAY* -- !

H-HE'S *KILLED* HIMSELF!

NO --

-- JUST BLASTED HIMSELF A PILE OF RUBBLE BETWEEN *US* AND HIM!

AND BY THE TIME I CLEAR IT *AWAY* --

I *THOUGHT* SO. HE'S GONE.

Oh, WELL. MAYBE I CAN PICK UP HIS TRAIL *LATER*, BUT RIGHT NOW --

ARE YOU *ALL RIGHT*, Mr. WILLIAMS?

A LITTLE SHAKEN, SPIDER-MAN, BUT THANKS TO YOU -- I'M *FINE*.

YOUR GIZMO IS *SAFE*, BUT I SHOULD WARN YOU --

THEY MIGHT TRY *AGAIN*?

WELL, I'M NOT *SO* BROKE YET THAT I CAN'T TAKE SOME PRECAUTIONS. I MAY BE NO TONY STARK, WITH A *SUPER HERO* ON CALL --

-- BUT I *CAN* ADD SOME MORE GUARDS AND ALARMS. AND WHO KNOWS -- MAYBE THE PUBLICITY WILL BRING IN SOME NEW *BUSINESS.* LORD KNOWS WE COULD *USE* IT.

WELL, I'D BETTER LEAVE YOU *TO* IT, THEN --

-- AND SEE IF I CAN'T CATCH UP WITH --

Uh-Oh! WHAT'S *THIS?*

MY *SPIDER-TRACER* -- IT MUST HAVE BEEN KNOCKED OFF HAWKEYE DURING OUR FIGHT.

NOT MUCH CHANCE OF ME FINDING HIM *NOW.*

MAYBE I COULD HAVE ACTED *FASTER* -- MAYBE I COULD HAVE *CAUGHT* HIM.

I'LL NEVER FORGET THAT *BURGLAR* I FAILED TO STOP -- THE ONE WHO WOUND UP *KILLING* UNCLE BEN. BUT STILL...

...THIS FEELS *DIFFERENT.* LIKE SOMEHOW, IT'LL TURN OUT *OKAY.*

UNCLE BEN BELIEVED THAT IF YOU GIVE THE *GOOD* IN SOMEONE A CHANCE TO COME OUT, IT *WILL* --

-- AND I CAN'T HELP BUT THINK THERE'S GOOD IN *HAWKEYE.* I HOPE HE FINDS *SOMETHING ELSE* TO BELIEVE IN, SOMETHING ELSE TO *FIGHT* FOR --

-- BEFORE HE FINDS THAT IT'S *TOO LATE* TO TURN AWAY FROM THE PATH HE'S *HEADED* DOWN...

NEXT

HAVOC IS... THE HEADSMAN!